

Prepared By: GAINES & ASSOCIATES^{PLLC}
6799 Great Oaks Road, Ste. 110
Memphis, TN 38138

SEP 18 9 16 AM '02

**State of MISSISSIPPI
COUNTY OF DESOTO**

CERTIFICATE OF TRUST AGREEMENT

P BK 95 PG 520
W.E. DAVIS CH. CLK.

CALVIN DHORITY, of 3123 Hunter Road North, Southaven, MS 38672, telephone no. 662-429-4276, of lawful age, being duly sworn, upon oath, deposes and states:

1. This Certificate of Trust Agreement relates to a trust executed on August 22, 2002.
2. The DHORITY REVOCABLE LIVING TRUST, dated August 22, 2002, is the name of a trust which may acquire, convey, encumber, lease and otherwise deal with interest in real property in said name.
3. The names and addresses of the Trustees are:

Name	Address
Calvin Dhorioty	3123 Hunter Road North Southaven, MS 38672

If the Trustee is deceased, is incapacitated, resigns or is otherwise unwilling or unable to act as the Trustee, then the name(s) and street and mailing address(es) of all trustee(s) who are authorized to act as successor trustee(s) pursuant to and under the Trust Agreement at the time of the execution of this Certificate are:

First Successor: Kristy Hopper
3060 Hunter Road North
Southaven, MS 38672

Second Successor: Julia C. Vaughn
2760 Cleveland Road
Hernando, MS 38632

4. The above named trustees may acquire, convey, encumber, lease and otherwise deal with interest in property acquired or held in the name of said trust.
5. This Trust has no anticipated date of termination.
6. Exhibit "A" attached hereto and incorporated herein contains the legal descriptions of the property owned or conveyed to the DHORITY REVOCABLE LIVING TRUST, dated August 22, 2002.
7. This Certificate of Trust Agreement if executed and recorded pursuant to the provisions of Miss. Code Ann. Section 91-9-7.

WITNESS MY SIGNATURE, this the 17th day of September, 2002.

Calvin Dhority
CALVIN DHORITY

STATE OF MISSISSIPPI
COUNTY OF DESOTO

PERSONALLY appeared before me, the undersigned authority in and for said County and State, the within named CALVIN DHORITY who acknowledged that he signed, sealed and delivered the above and foregoing Certificate of Trust Agreement on the day and year therein written as and for his act and deed.

GIVEN UNDER MY HAND AND SEAL, this the 17th day of September, 2002.

Lisa Denise Johnson
NOTARY PUBLIC

(SEAL)

MY COMMISSION EXPIRES: NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: MARCH 23, 2005

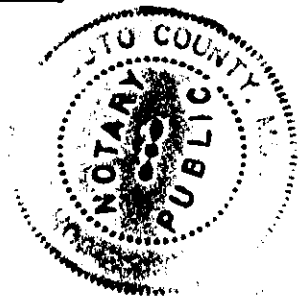


Exhibit "A"

Indexing Instructions:

In the Southwest Quarter of Section 18, Township 2, Range 7 West, Desoto County, Mississippi

Beginning at a point 2065.0 feet east and 533.19 feet north of the southwest corner of Section 18, Township 2 South, Range 7 West, thence south $85^{\circ}30'$ west a distance of 401.80 feet to an iron pin, thence north $3^{\circ}05'$ east a distance of 108.93 feet to an iron pin, thence north $85^{\circ}30'$ east a distance of 399.10 feet to an iron pin, thence south $4^{\circ}30'$ east a distance of 108.90 feet to the point of beginning and containing 1.00 acres.

Beginning at a point 2065.0 feet east and 642.09 feet north of the southwest corner of Section 18, Township 2 South, Range 7 West, thence south $85^{\circ}30'$ west a distance of 399.10 feet to an iron pin, thence north $3^{\circ}05'$ east a distance of 408.04 feet to an iron pin, thence north $85^{\circ}30'$ east a distance of 389.00 feet to an iron pin; thence south $4^{\circ}30'$ east a distance of 407.91 feet to the point of beginning. 3.69 acres. The directions are magnetic bearings.